

Kentucky Secretary of State

TREY GRAYSON

Division of Corporations
BUSINESS FILINGS

P.O. Box 718
Frankfort, KY 40602
(502) 564-2848
<http://www.sos.ky.gov/>

Articles of Incorporation
Professional Service Corporation

KPS

For the purposes of forming a professional service corporation in Kentucky pursuant to KRS Chapter 274, the undersigned incorporator(s) hereby submit(s) the following Articles of Incorporation to the Secretary of State for filing:

Article I: The name of the corporation is _____.

Article II: The number of shares the corporation is authorized to issue is _____.

Article III: The street address of the corporation's initial registered office in Kentucky is _____.

Street

City

State

Zip Code

and the name of the initial registered agent at that office is _____.

Article IV: The mailing address of the corporation's principal office is _____.

Street or PO Box Number

City

State

Zip Code

Article V: The profession to be practiced through the professional service corporation is _____.

Article VI: The names and residence addresses of the original shareholders of the professional service corporation are:

Name

Street or PO Box Number

City

State

Zip Code

Name

Street or PO Box Number

City

State

Zip Code

Article VII: The name and mailing address of each incorporator is _____.

Name

Street or PO Box Number

City

State

Zip Code

Name

Street or PO Box Number

City

State

Zip Code

Name

Street or PO Box Number

City

State

Zip Code

Article VIII: Each of the incorporators, shareholders, not less than one half (1/2) of the directors and each of the officers other than secretary or treasurer is a qualified person within the meaning of Chapter 274.

Executed by the Incorporator(s) on _____
Date

Signature of Incorporator

Signature of Incorporator

I, _____, consent to serve as the registered agent on behalf of the corporation.
Type or print name of registered agent

Signature of Registered Agent

Type or Print Name & Title

ARTICLES OF INCORPORATION FILING INSTRUCTIONS

(Please type or print in black ink)

PROFESSIONAL SERVICES

Professional service means any type of personal service to the public, which requires as a condition precedent to the rendering of service the obtaining of license or other legal authorization. The personal services which come within the provisions of Chapter 274 are the personal services rendered by, but not limited to, certified public accounts, public accountants, chiropractors, osteopaths, physicians and surgeons, doctors of medicine, doctors of dentistry podiatrists, chiropractists, architects, veterinarians, optometrist and attorneys-at-law.

REGULATING BOARD

The regulating board is the governmental agency which is charged by law with the licensing and regulation of the practice of the profession which the professional service corporation is organized to render.

CORPORATE NAME

The name of a professional service corporation must contain the words "professional service corporation," or the abbreviation "PSC."

A corporate name must be distinguishable upon the records of the Secretary of State from any other name on record with the Secretary of State.

SHARES

The articles of incorporation shall prescribe the classes of shares and the number of shares of each class the corporation is authorized to issue. KRS 271B.6-010.

If there is more than one class of shares, please do not use form, as articles must set forth a distinguishing designation for each class, and the preferences, limitations and relative rights.

REGISTERED OFFICE AND REGISTERED AGENT

The registered office of the corporation must be in Kentucky and contain a street address or other specific location (Highway, Rural Route, Building, etc.). A post office box only is insufficient for the registered office address.

The registered agent may be an individual resident of Kentucky, a Kentucky corporation, a Kentucky nonprofit corporation, a Kentucky limited liability company, a foreign corporation, a foreign nonprofit corporation, a foreign limited liability company authorized to transact business in Kentucky.

CONSENT OF REGISTERED AGENT

Unless the registered agent signs the articles, the corporation must deliver with the articles of incorporation, the registered agent's consent to the appointment. The registered agent must give written consent to act as agent on behalf of the corporation. If the registered agent is a corporation an officer or the chairman of the board of directors must sign on behalf of the corporation. If the registered agent is a limited liability company and management of the company is vested in one or more managers, a manager must sign on behalf of the limited liability company. If management of the company is vested in its members, a member must sign. The person signing on behalf of the business entity acting as agent must designate the title or capacity in which he or she signs.

PRINCIPAL OFFICE ADDRESS

The principal office is the office (in or out of this state) so designated in writing where the principal executive offices of the corporation are located.

INCORPORATOR

One or more persons may act as incorporator or incorporators of a corporation by delivering articles of incorporation to the Secretary of State.

WHO MAY SIGN

The articles of incorporation must be signed by at least one incorporator.

NUMBER OF COPIES

Submit the original signed articles of incorporation and two exact or conformed copies. (May be photocopies.) Two file-stamped copies will be returned to the corporation as evidence of filing. One file-stamped copy must then be filed with the county clerk of the county in which the corporation's registered office is situated.

FILING FEE

The filing fee for a professional service corporation is

- | | |
|--|----------------|
| 1. Articles of Incorporation | \$40.00 |
| 2. Organization Tax Fee for 1,000 shares or less | +\$10.00 |
| Total filing fee | \$50.00 |

KRS 136.060 requires every corporation to pay an organization tax based upon the number of shares authorized by the articles of Incorporation. The minimum organization tax fee for one thousand (1,000) shares or less is \$10.00 If the corporation is issuing more than 1,000 shares, please contact the Secretary of State for total filing fee due.

Your check should be made payable to the "Kentucky State Treasurer".

MAILING ADDRESS

Trey Grayson
Secretary of State
P. O. Box 718
Frankfort, KY 40602-0718

OFFICE LOCATION

Room 154, Capitol Building
700 Capital Avenue
Frankfort, KY 40601

WEB SITE ADDRESS

Our home page address is www.sos.ky.gov.

For name availability, call (502) 564-2848, press 2, and then press 1.

For further information, call (502) 564-2848, press 2 and then press 2 or try our web site.

NOTE: The Corporation must file an annual report with the Secretary of State between January 1 and June 30 of the year following the calendar year in which the corporation was incorporated. Subsequent annual reports must be filed with the Secretary of State between January 1 and June 30 of the following calendar years.